WADDELL & REED FINANCIAL INC
Form 4
January 03, 2008

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BUTCH THOMAS W

(Last) (First) (Middle)

6300 LAMAR AVENUE

(Street)

OVERLAND PARK, KS 66202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WADDELL & REED FINANCIAL INC [WDR]

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP & Chief Marketing Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common	11/06/2007		G	V	103,014	D	$ 0	24,394 (1)	D	
Class A Common	11/06/2007		G	V	103,014	A	$ 0	113,861	I	Personal Trust
Class A Common	11/14/2007		G	V	24,146	D	$ 0	248	D	
Class A Common	11/14/2007		G	V	12,073	A	$ 0	125,934	I	Personal Trust
Class A Common	11/14/2007		G	V	12,073	A	$ 0	36,063 (2)	I	Spouse's Trust

Class A Common	12/31/2007		A		50,000	A	$ 0	50,248	D	
Class A Common	12/31/2007		G	V	50,000	D	$ 0	248	D	
Class A Common	12/31/2007		G	V	50,000	A	$ 0	175,934 (3)	I	Personal Trust
Class A Common								1,254.5683 (4)	I	401(k) Units

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTCH THOMAS W 6300 LAMAR AVENUE OVERLAND PARK, KS 66202			SVP & Chief Marketing Officer	

Signatures

Thomas W. Butch	01/02/2008
**Signature of Reporting Person	Date

Explanation of Responses:

*	If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
**	Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
(1)	Includes 16, 58, 49, 49 and 76 shares of Class A common stock acquired through dividend re-investments on 5/1/06, 8/1/06, 11/1/06, 2/1/07 and 5/1/07. Due to a rounding error with respect to previously reported dividend re-investments, Mr. Butch's total holdings on his Form 4 filed April 4, 2007 should have reflected 1 additional share and have been reported as 127,160 shares.
(2)	These shares are held in trust for the benefit of Mr. Butch's spouse and children; Mrs. Butch is the sole trustee of this trust.
(3)	These shares are held in trust for the benefit of Mr. Butch's spouse and children; Mr. Butch is the sole trustee of this trust.
(4)	Units (which include Class A common stock and cash reserves) representing Mr. Butch's interest in the Company 401(k) Plan unitized stock fund as of December 31, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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